

MARVEL
TEAM-UP

MARVEL COMICS GROUP™



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MARVEL TEAM-UP™

FEATURING:

SPIDER-MAN AND THE INCREDIBLE HULK



KEEP BACK,
HULK! YOU'LL FREE
THIS PRISONER OVER
MY DEAD BODY!

THEN--
HULK WILL
SMASH!

A MIGHTY MARVEL
MILESTONE!
WHO BUT OUR
GRUESOME GREEN GIANT
WOULD BREAK
INTO A
PRISON?



ALL THIS, AND
THE CHIMERIC **CHAMELEON** AS WELL!

Stan Lee PRESENTS: **SPIDEY and the HULK** -- TOGETHER!!

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A FRIEND IN NEED!

A SAGE OF OLD ONCE WISELY SAID,
"ONE PICTURE IS WORTH A THOUSAND
WORDS"-- SO WITH A PICTURE LIKE
THIS ONE, THERE REALLY ISN'T MUCH
WE CAN ADD.

SUFFICE IT THEN TO
MENTION THAT THE
SCENE IS THE NEW
YORK MEN'S DETEN-
TION CENTER ON A
BALMY SUMMER'S
EVE, AND FROM
THERE ON, PILGRIM--
YOU'RE ON YOUR
OWN!

THERE'S NO
WAY THAT WEB-
SLINGING KILLER
IS GONNA ESCAPE
THIS TIME!

BLAM

BLAM

BLAM!

SURRENDER,
SPIDER-MAN!
DON'T FORCE US
TO KILL YOU!

THEY'VE
GOT ME UP
AGAINST THE
WALL! THERE'S
ONLY ONE WAY
OUT OF THIS--

--AND, BROTHER,
IT HAD BETTER
WORK!

A PAINT THWIPPING SOUND IS DROWNED OUT BY THE RAUCOUS ROAR OF SUNFIRE--



--AS A SILVERY RIBBON OF WHAT APPEARS TO BE WEAVING STREAKS ACROSS THE STREET--

--TO BE FOLLOWED, ALMOST INSTANTLY, BY THE COSTUMED FIGURE SEEMINGLY ATTACHED TO THE WEB-LINE'S OTHER END.



HOLD YOUR FIRE, MEN! WE'LL GET HIM NEXT TIME-- I SWEAR WE WILL!

MOMENTS LATER, SEVERAL BLOCKS AWAY, A WEB-CLAD FORM DROPS LIGHTLY TO THE STREET--



--GETS INTO A MODEST SEDAN PARKED WAITING AT THE CURBSIDE--

--AND DRIVES SWIFTLY AWAY.



DRIVES AWAY?? THAT DOESN'T SOUND LIKE THE WEB-SLINGER WE KNOW--



--AND WERE WE TO LOOK CLOSELY AT THE WEB-SPRAYING PISTOL STRAPPED TIGHTLY TO HIS HAND--



--OR AT THE DOZENS OF SMALL-BUT-POWERFUL Suction CUPS LINING HIS GLOVES--



--WE'D QUICKLY REALIZE THAT HE'S NOT THAT CERTAIN WEB-SLINGER AT ALL!

WELL, IT SEEMED LIKE A GOOD IDEA-- BREAKING INTO THE JOINT DISGUISED AS SPIDER-MAN--

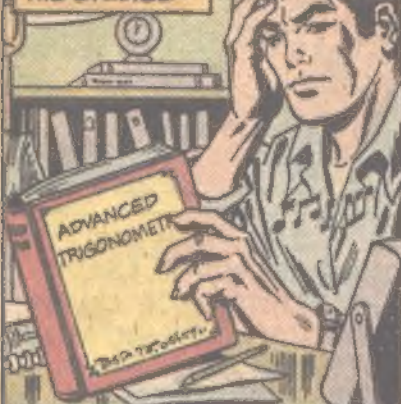


--ESPECIALLY SINCE NO DISGUISE IS TOO DIFFICULT FOR THE MAN CALLED-- THE CHAMELEON! *

* AH, C'YON-- YOU REMEMBER SPIDEY'S VERY FIRST COSTUMED FOE, DON'T YA? --ROY.

CUT: TO THE REAL WEB-SLINER
--A.K.A. PETER PARKER,
COLLEGE PHYSICS MAJOR--

--AND A GENT
DESPERATELY
BEHIND IN
HIS STUDIES--



--BUT IT DOESN'T SEEM
LIKELY POOR PETER WILL
CATCH UP ON SAID STUDIES--

--NOT WITH DISTRAC-
TIONS SUCH AS THIS!



...AND
POLICE REPORT
THAT, THOUGH
SPIDER-MAN'S
ATTEMPTED BREAK-
IN AT THE MEN'S DETEN-
TION CENTER EARLIER THIS EVENING
FAILED, THE WEB-SLINER STILL
MANAGED TO ESCAPE UNHARMED.
STAY TUNED FOR...

RATS! WHY DID I EVEN
BOTHER TO TRY STUDYING?



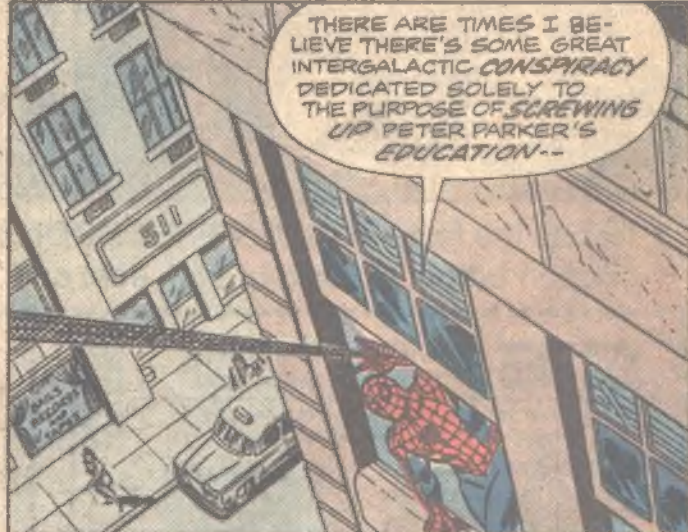
I SHOULD'VE
KNOWN SOME-
THING WOULD
FOUL UP THE
WORKS!

I'VE BEEN CRACKING
THE BOOKS SINCE
LUNCHTIME--SO IF
A SPIDER-MAN
TRIED CRACKING
MEN'S DETEN-
TION TONIGHT--



--IT SURE
AS SHOOT-
ING WASN'T
ME!

THERE ARE TIMES I BE-
LIEVE THERE'S SOME GREAT
INTERGALACTIC CONSPIRACY
DEDICATED SOLELY TO
THE PURPOSE OF SCREWING
UP PETER PARKER'S
EDUCATION--



--AND WHEN I
LAY MY HANDS ON THAT
PSEUDO-SPIDEY,
WHOEVER HE IS, I
THINK I'M GOING TO
TELL HIM THAT--



--ASSUMING, OF
COURSE, HE'LL BE ABLE
TO HEAR ME WHILE I'M
BUSY TEACHING HIM
THE FINER POINTS OF
MAYHEM!

AND WHILE SPIDEY WEB-SLINGS HIS WAY TOWARDS THE LOWER WEST SIDE, LET US TURN OUR ATTENTION TO ANOTHER FAMILIAR FIGURE HURLING HIGH OVER THE ISLAND MANHATTAN--

--PROPELLED BY THE MOST POWERFUL LEG MUSCLES ON EARTH.



NOW HULK WILL GO SOMEPLACE WHERE HULK CAN FIND REAL FRIENDS

NOT BIG CITY LIKE THIS ONE. CITY IS FILLED WITH PUNY HUMANS.

SSSCREEEE

SCREEEE



HULK THOUGHT BIRD-NOSE AND MAGICIAN WERE HULK'S FRIENDS-- BUT HULK WAS WRONG! *

*A NOT-SO SUBTLE REFERENCE TO NIGHT-NARK AND DR. STRANGE, HULK'S FELLOW MEMBERS OF THE DEFENDERS, A GROUP GREEN-SKIN JUST QUIT A HALF HOUR AGO IN DEFENDERS #17 (WHICH MIGHT JUST STILL BE ON SALE IF YOU HURRY.) --ROY.

KWARAM!

NO, HULK WILL GO TO...

HUH?



BAH! HULK WAS HIT BY PUNY CAR! WHY DO HUMANS ATTACK HULK THIS TIME?



HULK WILL ASK PUNY HUMAN BEFORE HULK SMASHES HIM INTO...

HUH? PUNY HUMAN HAS... NO FACE!?!

NO! OF ALL THE PEOPLE TO RUN INTO...THE BLASTED HULK!





AND, HAVING WITNESSED THAT INTRIGUING DEVELOPMENT, MARVELITE--WHAT SAY WE CUT BACK TO EVERYONE'S FAVORITE WEB-SLINGER?



MEN'S DETENTION IS JUST AROUND THE CORNER-- BUT I DOUBT THEY'LL HAVE THE WELCOME MAT OUT FOR SPIDER-MAN!

SO A QUICK SIDE-TRIP INTO THIS CONVENIENT DARKENED ALLEY-WAY--

--AND PETER PARKER, BOY PHOTOGRAPHER, WILL HEAD OVER THERE TO SEE WHAT HE CAN FIND OUT.



MAN, DON'T KNOW WHAT WE SUPER-TYPES WOULD DO WITHOUT CONVENIENT DARKENED ALLEYS.



SORRY, SON-- BUT PRESS PASS OR OTHERWISE, I CAN'T LET YOU INSIDE WITHOUT THE PROPER AUTHORIZATION.

BUT I'VE GOT TO GET INSIDE! MY JOB DEPENDS ON MY...



WELL, IT'S ABOUT TIME YOU GOT HERE, PARKER! DID YOU THINK EVERYONE WAS GOING TO WAIT AROUND FOR YOU FOREVER?

WHO--?



J. JONAH JAMESON! I SHOULD'VE KNOWN! JJJ AND I AREN'T EXACTLY SPEAKING THESE DAYS-- BUT I'M NOT ABOUT TO LOOK THAT PROVERBIAL GIFT HORSE IN THE Molars!

IT'S ALL RIGHT, GUARD-- YOU CAN LET HIM IN! THIS YOUNG DUNDERHEAD IS WITH ME!



I KNEW YOU'D COME TO YOUR SENSES EVENTUALLY, PARKER. THERE'S NO PAPER IN THIS TOWN THAT WILL PAY AS MUCH FOR YOUR BLASTED PHOTOS AS THE DAILY BUGLE!

THAT SUBJECT IS OPEN TO DISPUTE.

YOU'RE JUST LUCKY I'M WILLING TO TAKE YOU BACK!

IF THE STAFF PHOTOGRAPHER I SENT FOR HAD BOTHERED TO SHOW UP, YOU'D STILL BE OUT IN THE COLD, PARKER!

I KNOW THAT, MR. JAMESON--AND I'M GRATEFUL--

-- YOU OVERBLOWN BLOW-HARD!

BETTER STEP ASIDE, FELLAS. HERE COMES THE POOR MAN'S "CITIZEN KANE" AGAIN.

I EXPECT GOOD PHOTOS FROM YOU, PARKER-- GREAT PHOTOS-- OR ELSE!

DOESN'T HE EVER SHUT UP, NED?

YEAH--ONCE-- BACK IN '58. I THINK IT MADE THE HEADLINES.

THANK YOU FOR COMING, GENTLEMEN. I'LL TRY TO GIVE YOU THE DETAILS AS QUICKLY AND SUCCINCTLY AS POSSIBLE!

GREAT. THAT'S WHAT I'M HERE FOR, FRIEND.

EARLIER THIS EVENING, THIS INSTITUTION WAS ASSAULTED BY THE COSTUMED CRIMINAL KNOWN AS SPIDER-MAN!

"THE WEB-SLINGER ATTEMPTED TO BREAK INTO A CELL BLOCK ON THE SECOND LEVEL OF THE SECURITY SECTION--"

"APPARENTLY, TO EFFECT THE ESCAPE OF ONE OF THE PRISONERS CONTAINED THERE!"

"WE HAVE NOT YET DETERMINED THE IDENTITY OF THE PRISONER SPIDER-MAN SOUGHT--"

"BUT AS SOON AS WE HAVE THAT INFORMATION, YOU CAN BE SURE WE WILL MAKE IT AVAILABLE TO YOU."

"NOW ARE THERE ANY QUESTIONS?"

AND SPEAKING OF QUESTIONS, FAITHFUL ONE-- MAYBE IT'S TIME WE ANSWERED A FEW THAT YOU MIGHT HAVE.

BASICALLY, IT'S SIMPLE, HULK. FRIENDS HELP FRIENDS--

--AND SINCE I'M YOUR FRIEND, I WANT YOU TO HELP MY FRIEND!

HULK...STILL DOESN'T UNDERSTAND, RICK.

HULK IS RICK'S FRIEND, RICK WANTS HULK TO HELP HULK?

NO, YOU BIG GREEN...! AHHH-- LET'S TRY ANOTHER APPROACH.

YOU SEE THIS PICTURE, HULK? THIS IS JOE CORD! JOE IS ALSO RICK'S FRIEND--

--AND PUNY HUMANS ARE KEEPING JOE A PRISONER!

I WANT YOU TO FREE MY FRIEND, HULK.

AH...NOW HULK UNDERSTANDS.

WHERE DO PUNY HUMANS KEEP RICK'S FRIEND?

THERE, HULK-- ACROSS THE STREET--AT THE PLACE CALLED THE MEN'S DETENTION CENTER!

RICK'S FRIEND IS HULK'S FRIEND-- GO HULK WILL DO AS RICK SAYS!

GO AHEAD, YOU EMERALD FOOL! MY PLAN HAS FINALLY WORKED!

I OWE JOE CORD A DEBT I CAN HARDLY BEGIN TO REPAY-- BUT YOU, HULK, SHALL REPAY THAT DEBT QUITE NICELY!

AND MOMENTS LATER...

WHRAM!

WHERE DO PUNY HUMANS HIDE RICK'S FRIEND?

HULK HAS COME TO FIND HIM!

SUFFICE IT TO SAY THAT PANDEMONIUM BREAKS OUT ALMOST IMMEDIATELY!



PARKER, WHERE IN BLAZES

DO YOU THINK YOU'RE GOING AT A TIME LIKE THIS?

I'M A PHOTOGRAPHER, MR. J-- REMEMBER? I'M GOING TO FIND MYSELF SOME PLACE TO SHOOT SOME PHOTOS!

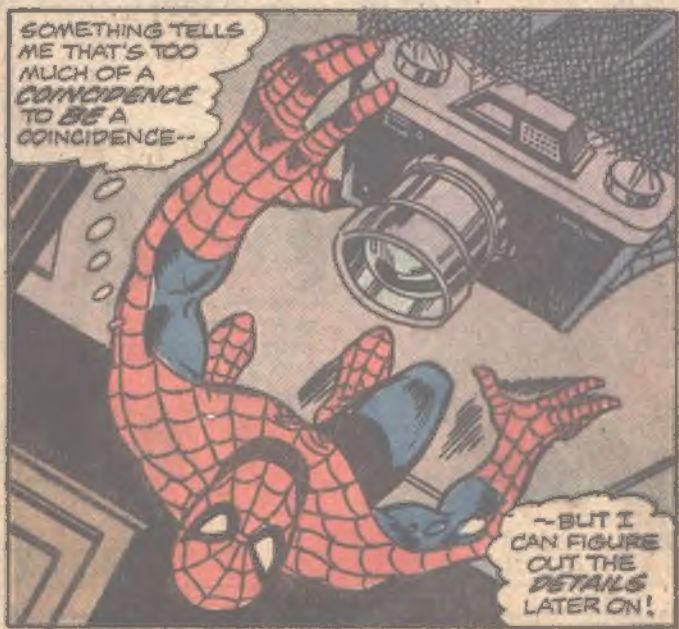
AND SOME PLACE WHERE I CAN CHANGE TO SPIDER-MAN!



GUESS THIS STAIRWELL WILL HAVE TO SERVE IN THE ABSENCE OF THE "CONVENIENT DARKENED ALLEYWAY"!

MAN, WHEN IT RAINS, IT REALLY FOURS, DOESN'T IT?

FIRST, THAT PSEUDO-SPIDEY ATTACKS THIS PLACE--AND NOW, THE JOLLY GREEN GIANT!



SOMETHING TELLS ME THAT'S TOO MUCH OF A COINCIDENCE TO BE A COINCIDENCE--

~BUT I CAN FIGURE OUT THE DETAILS LATER ON!



AND NOW, SINCE I'VE FINISHED SETTING UP MY HANDY-DANDY AUTOMATIC CAMERA--

--ENTER THAT DYNAMIC DARLING OF DANGEROUS DERRING-DO HIMSELF--



HUH? IS LITTLE BUG-MAN!

SLOW!

--YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

BUG-MAN TRIES TO STOP HULK FROM FINDING RICK'S FRIEND--



BUT HULK PROMISED
TO HELP ROCK--

--AND HULK
KEEPS HULK'S
PROMISES!

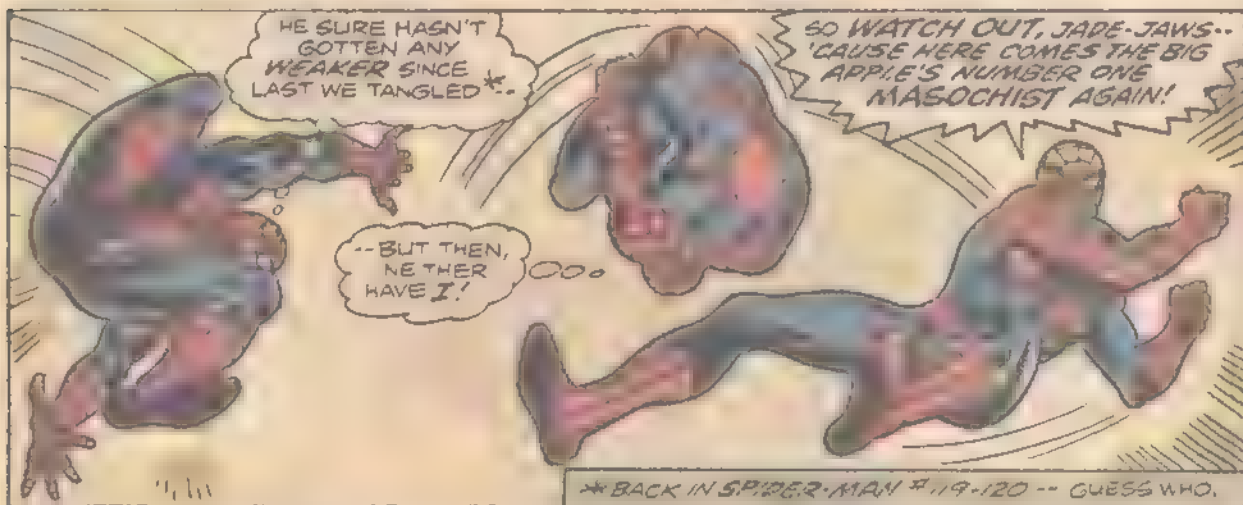


NOW GO AWAY
FROM HULK,
LITTLE MAN--

--OR HULK
WILL
SQUASH
YOU FLAT!!

HOO-BOY, I GAVE
GREENE A SHOT
THAT COULD
TOTAL AN
ELEPHANT--

--AND HE DIDN'T
EVEN FLINCH!



HE SURE HASN'T
GOTTEN ANY
WEAKER SINCE
LAST WE TANGLED *--

--BUT THEN,
NEITHER
HAVE I!

SO WATCH OUT, JADE-JAWS--
'CAUSE HERE COMES THE BIG
APPLE'S NUMBER ONE
MASOCHIST AGAIN!

*BACK IN SPIDER-MAN #119-120 -- GUESS WHO.



C'MON, MUSCLE-
BOUND-- PUT UP
YOUR DUKES!

THE POLICE ALREADY
THINK I TRIED BUSTING
INTO THIS PLACE ONCE
TONIGHT--SO TWICE
WON'T MAKE ANY BIG
DIFFERENCE!

BUT I'VE GOT THE
CREEPING SUSPICION
YOU'RE INVOLVED
IN THIS MESS SOME-
HOW, BIG BOY-- AND
SOMEHOW I'M GOING
TO PROVE IT!

LEAVE HULK
ALONE,
LITTLE MAN.

NO-- A
CHANCE,
CHUCKLES!

YOU'RE THE ONLY
HOPE I HAVE OF
CLEARING
MYSELF--

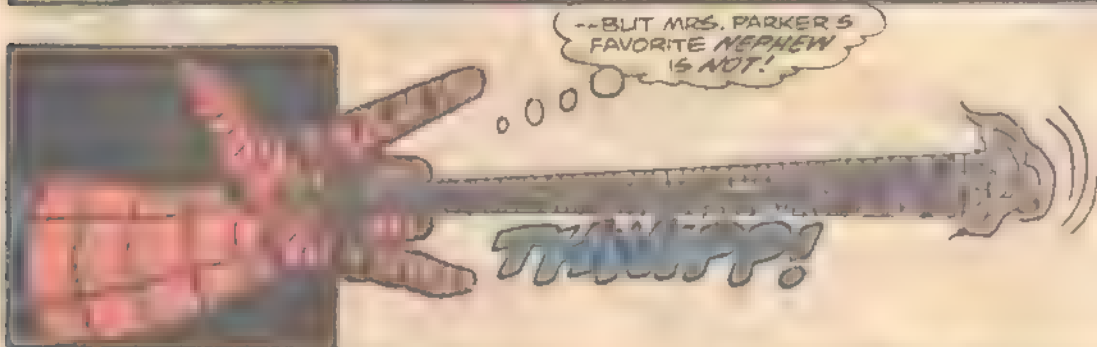
--SO YOU'RE
GOING TO STICK
AROUND IF I HAVE
TO NAIL YOU TO
THE FLOOR!

HULK
SAID LEAVE
HULK ALONE,
BUG-FACE--

--AND
HULK
MEANT
IT!!

HUH? HE--
HE JUST
SHRUGGED
HE OFF-- LIKE
-- WAS SOME
KIND OF YES-
S-- NO YES
DANDRUFF!

THERE'S
GOTTA BE
ANOTHER
WAY TO STOP
HIM-- BUT
WHAT?



TO THE HULK, THE CELL BLOCK IS MUCH AS 'REK' AND DE SC-- IT-- BUT WHAT THE MAN-BRUTE'S SUPPOSED FRIEND COULD NOT DESCRIBE IS THE NOISE--

--THE URGENT SHOUTS AND JEERING OF THE PUNY HUMANAS BEHIND THE STRANGE BARRED DOORS-- THOSE WHO SOMEHOW SAW THE HULK AS A KIND OF EMERALD SALVATION.

ME, HULK-- I'M THE ONE YOU'RE LOOKING FOR--!

NO, HULK-- DON'T LISTEN TO HIM--!

HULK, I'M YER PAL! I'M BEGGIN YA-- LET ME OUTTA HERE!

C'MON, HULK-- GIVE A GUY A BREAK, WILL YA?

BAH! MORE TALK AND HULK WILL BREAK PUNY HUMAN!

PUNY HUMAN IS NOT RICK'S FRIEND!

YOU! YOU ARE THE ONE IN THE PICTURE!

HULK IS LOOKING FOR YOU!

NO-- PLEASE-- WHAT DO YOU WANT? STAY AWAY FROM ME!

THE MAN SAYS HANDS OFF, HULKE! WHAT'S THE MATTER? YOU AFRAID OF HEARING, TOO?

MUST BE ALL THAT FAT BETWEEN YOUR EARS BLOCKING UP THE WORKS!

HUH? IS BUG-MAN AGAIN.

HULK IS TIRED OF BUG-MAN BOTHERING HULK--

--VERY TIRED!



AN ALMOST CHILD-LIKE SMILE OF ACCOMPLISHMENT SPREADS ACROSS THE GROTESQUE FEATURES OF THE GREEN GOLIATH AS HIS INCREDIBLE LEAP PROPELS HIM THRU THE AIR.

THE HULK DOES HAVE A FRIEND, IT SEEMS-- AND HE HAS SERVED THAT FRIEND WELL.



YOU ARE SAFE NOW, RICK'S FRIEND.

GREAT JUMPING JUNIPER!

THE MINDLESS MONSTER ACTUALLY DID IT!



HERE, RICK-- HERE IS YOUR FRIEND!

MY ONLY FRIEND, HULK, JOE SAVED MY LIFE WHEN WE WERE KIDS-- NOW I'VE SAVED HIS. GUESS THAT MAKES US JUST ABOUT EVEN!

WHAT ARE YOU TALKING ABOUT, FELLA? I DON'T KNOW YOU! I'VE NEVER EVEN SEEN YOU UNTIL JUST NOW!



THAT'S BECAUSE YOU'RE NOT SEEING THE REAL HIM, CURLY!

THAP!



MAYBE YOU'D RECOGNIZE HIM MORE EASILY IF HE LOOKED LIKE--

--THIS!

EH?



WELL, WELL-- IF IT ISN'T THE SHINING LIGHT OF THE SNEAKY SET-- THE CHAMELEON!

NO! YOU'RE NOT GOING TO SPOIL EVERYTHING NOW, WEB-HEAD!

I'LL BLAST YOU APART FIRST!

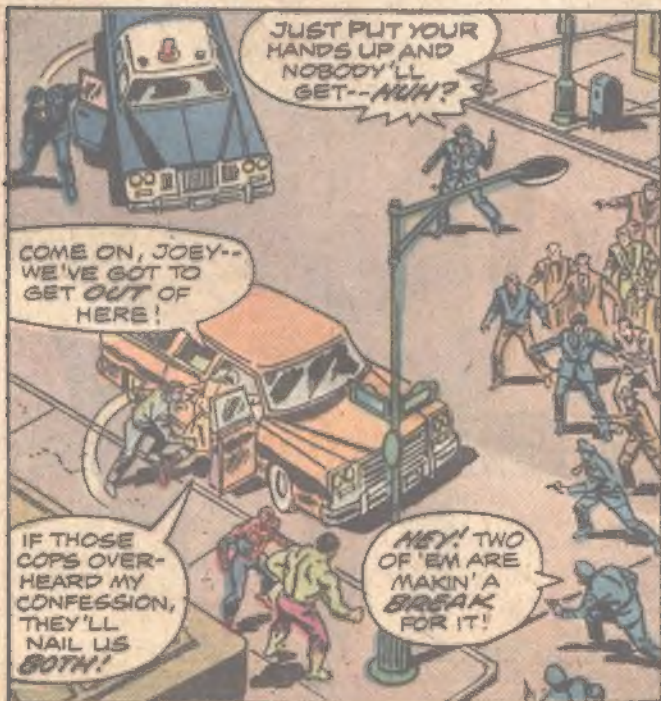
HUH?



GUN! HULK HATES PUNY GUNS!

SKRUNCH!

NO, YOU EMERALD IDIOT-- DON'T--!





WE MADE IT, JOEY!
THERE'S NO WAY
THEY CAN STOP US
FROM... HUH?

CHAMELEON--LOOK
OUT! IN THE ROAD
AHEAD OF US--



BLAST! THE
CAR'S COM-
PLETELY
SNARLED
IN IT--

--A GIANT
SPIDER-
WEB!

SQUUSHH!

--AND THE COPS
ARE COMING
UP BEHIND
US--FAST!



GIVE IT UP,
CHAMELEON!
YOU HAVEN'T
GOT A
CHANCE!

FORGET IT,
COP! YOU'LL
HAVE TO KILL
ME TO STOP
ME!

IF THAT'S THE
WAY YOU WANT IT,
FALSE-FACE--



THAT'S
THE WAY
YOU'RE
GONNA
GET
IT!

BLAM!

SUUNNGH!



THAT COP YOU RAN OVER
BACK THERE WAS A FRIEND
OF MINE, MISTER!

I OUGHT
TO FINISH
YOU ON
GENERAL...

NO! YOU
CAN'T--!



PAKOW!

NO! I
DIDN'T
MEAN
TO--

H-HE STARTLED
ME-- I THOUGHT
HE WAS GOING
TO ATTACK--!



IN GOD'S NAME,
JOEY-- WHY?
HE WOULDN'T
HAVE HURT
ME! IT WAS
JUST A
THREAT--
A THREAT!

WHY DID YOU DO
IT? JUST GIVE
ME ONE GOOD
REASON WHY--!

WHY, CHAMELEON?
WHY ELSE? YOU WERE...
MY... FRIEND...

**JOEY?
JOEY?**



HULK DOESN'T UNDERSTAND, BUG-MAN. WHY DID RICK'S FRIEND DIE FOR NO-FACE?



FRIENDSHIP IS KIND A HARD TO EXPLAIN, HULK. IT'S...

HEY! WILL YOU LISTEN TO THAT?

...ALL AVAILABLE UNITS! INVESTIGATE REPORTS OF A BATTLE RAGING BETWEEN DR. STRANGE, THE CRIMINAL CALLED NIGHTHAWK, AND FOUR MEN REPUTED TO BE THE WRECKING CREW AT THE RUINS OF A CONSTRUCTION SITE AT 29TH STREET AND BROADWAY! REPEAT: ALL...

BUG-FACE, HOW DOES HULK GET TO... BROADWAY?

I'M TEMPTED TO SAY "PRACTICE," GREENSKIN... BUT IF YOU HEAD THAT WAY AND TURN LEFT AT...



AND WHEN SPIDEY HAS FINISHED REPEATING THOSE DIRECTIONS FOR THE THIRD TIME...



BLAST! THE HULK IS ESCAPING-- BUT SPIDER-MAN IS STILL HERE!

WHY IN BLAZES AREN'T YOU SO-CALLED POLICE OFFICERS DOING SOMETHING ABOUT HIM?

ARREST HIM! THROW HIM IN A CELL SOMEWHERE AND THROW AWAY THE KEY! AUDIT HIS TAX RETURNS! SOMETHING!



I'LL REPORT YOU ALL TO YOUR... UUMPH!

THAP! TWIPP!



YOU KNOW--I'D ALMOST FORGOTTEN JUST HOW SATISFYING THAT LITTLE STUNT COULD BE.

WELL, I GUESS WE OUGHT'A GET JAMESON OUT OF THAT MESS, HEY?

MUUMMM PNNHURRR GGUMMPLLU 46666!

DON'T BE SO HASTY, BERNIE. HECK, THIS MAY TAKE A GOOD THREE OR FOUR HOURS OF CONSIDERATION.

AFTER ALL, WE WOULDN'T WANT TO VIOLATE MR. JAMESON'S CIVIL RIGHTS NOW, WOULD WE?

SPIDER-MAN MEETS HERCULES!

(BUT DON'T FORGET TO PICK UP DEFENDERS #18 IN THE MEANWHILE TO SEE IF THE HULK ACTUALLY MANAGED TO FOLLOW SPIDEY'S DIRECTIONS.)